



THOMAS L. GARTHWAITE, M.D.
Director and Chief Medical Officer

FRED LEAF
Chief Operating Officer

COUNTY OF LOS ANGELES
DEPARTMENT OF HEALTH SERVICES
313 N. Figueroa, Los Angeles, CA 90012
(213) 240-8101

BOARD OF SUPERVISORS

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First District

Yvonne Garthwaite Burke
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Fifth District

December 4, 2003

The Honorable Board of Supervisors
County of Los Angeles
383 Kenneth Hahn Hall of Administration
500 West Temple Street
Los Angeles, California 90012

Dear Supervisors:

**APPROVAL OF DELEGATION OF DUTIES AND ASSIGNMENT
OF RIGHTS OF AGREEMENT NO. H-210611 FROM ACUSON
CORPORATION TO SIEMENS MEDICAL SOLUTIONS USA, INC.**
(1st, 2nd, 4th and 5th Districts (3 Votes))

IT IS RECOMMENDED THAT YOUR BOARD:

Approve and instruct the Director of Health Services, or his designee, to sign an Approval of Delegation of Duties and Assignment of Rights of Agreement No. H-210611 from Acuson Corporation to Siemens Medical Solutions USA, Inc., effective retroactive to January 1, 2003, for the provision of Imaging Equipment Maintenance and Repair Services (Exhibit I).

PURPOSE/JUSTIFICATION OF RECOMMENDED ACTIONS:

The purpose of this action is to request Board approval of the Delegation of Duties and Assignment of Rights for Agreement No. H-210611, from Acuson Corporation ("Acuson"), formerly known as Acuson Computer Sonography, to Siemens Medical Solutions USA, Inc. ("Siemens"), formerly known as Siemens Medical Systems, Inc., for Imaging Equipment Maintenance and Repair Services, effective retroactive to January 1, 2003.

In November 2000, Siemens acquired Acuson, however, Acuson continued to exist as a subsidiary of Siemens. On January 1, 2003, all of Acuson's assets and liabilities were transferred to Siemens. Paragraph 11 "Delegation", of Agreement prohibits the Contractor from delegating its duties or assigning its rights without prior written consent of the County. Due to

Departmental priorities, there was a delay in completing this Delegation of Duties and Assignment of Rights.

FISCAL IMPACT/FINANCING:

There is no net County cost associated with this action.

FACTS AND PROVISIONS/LEGAL REQUIREMENTS:

On May 3, 1988, the Board approved a sole source agreement with Acuson, for repair and maintenance services for imaging equipment at various DHS facilities. On five subsequent occasions, the Board extended the term of the agreement.

On June 29, 1999, the Board approved an agreement with Acuson, Agreement No. H-210611, for the continued provision of repair and maintenance services for imaging equipment.

In November 2000, Acuson was acquired by Siemens, however, Acuson continued to exist as a subsidiary of Siemens.

On January 1, 2003, all of Acuson's assets and liabilities were transferred to Siemens Medical Systems, Inc.

On June 17, 2003, the Board through Amendment No. 1, extended the term of the Agreement through June 30, 2004, with current total County maximum obligation of \$318,820.

Advertising a Delegation of Duties and Assignment of Rights on the Los Angeles County online web site is not applicable.

Attachment A provides additional information.

The agreement (Exhibit I) has been approved as to form by County Counsel.

CONTRACTING PROCESS:

Not applicable.

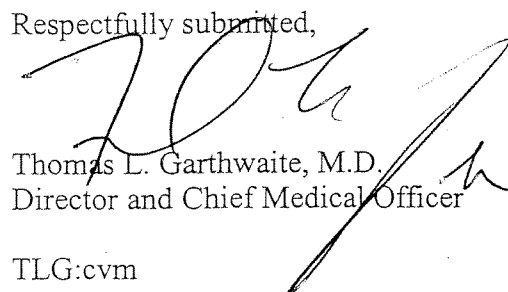
IMPACT ON CURRENT SERVICES (OR PROJECTS):

Approval of the agreement will ensure the continued provision of Imaging Equipment Maintenance and Repair services for equipment used at Harbor/UCLA Medical Center, LAC+USC Medical Center, Martin Luther King, Jr./Charles R. Drew Medical Center, Olive View/UCLA Medical Center and Rancho Los Amigos National Rehabilitation Center, over the term of the agreement.

The Honorable Board of Supervisors
December 4, 2003
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When approved, this Department required three copies of the Board's action.

Respectfully submitted,



Thomas L. Garthwaite, M.D.
Director and Chief Medical Officer

TLG:cvm

Attachments (1)

c: Chief Administrative Officer
County Counsel
Executive Officer, Board of Supervisors
Auditor Controller

BLETCD2544:CVM
cvm:12/04/03

SUMMARY OF ASSIGNMENT OF AGREEMENTS

1. Type of Service:

Imaging Equipment Maintenance and Repair Services.

2. Agency Addresses and Contact Persons:

DELEGATION OF DUTIES AND ASSIGNMENT OF RIGHTS TRANSFER

FROM:

Acuson Corporation
1220 Charleston Road
Mountain View, California 94309
Contact: Greg Westbrook
Telephone: (800) 863-8108

TO:

Siemens Medical Solutions USA, Inc.
51 Valley Stream Parkway
Malvern, Pennsylvania 19355
Contact: Mark S. Sobecki, Operations Attorney
Telephone: (610) 448-1591

3. Term:

The agreement is effective retroactive to January 1, 2003. On January 1, 2003, all of Acuson's assets and liabilities were transferred to Siemens Medical Systems, Inc. Amendment No. 1 will expire on June 30, 2004.

4. Financial Information:

There is no net County cost associated with this action.

5. Program Information:

The agreement provides for Imaging Equipment Maintenance and Repair Services for DHS' imaging equipment used at Harbor/UCLA Medical Center, LAC+USC Medical Center, Martin Luther King, Jr./Charles R. Drew Medical Center, Olive View/UCLA Medical Center and Rancho Los Amigos National Rehabilitation Center.

6. Approvals:

Chief Executive Officer, LAC+USC Medical Center: Pete Delgado, CEO

Contracts and Grants Division:

Riley J. Austin, Acting Chief

County Counsel:

Christina A. Salseda, Deputy County Counsel

BLETC2544:CVM
cvm: 12/04/03

Contract # H-210611

**DELEGATION OF DUTIES AND ASSIGNMENT OF RIGHTS OF AGREEMENT
FOR IMAGING EQUIPMENT MAINTENANCE AND REPAIR SERVICES AGREEMENT**

THIS AGREEMENT is made and entered into this _____ day
of _____, 2003,

by and between COUNTY OF LOS ANGELES
(hereafter "COUNTY"),

and ACUSON CORPORATION
(formerly known as "Acuson Computed Sonography",
hereafter "ACUSON"),

and SIEMENS MEDICAL SOLUTIONS USA, INC.
(formerly known as "Siemens Medical Systems, Inc.,
hereafter "SIEMENS").

WHEREAS, on June 29, 1999, COUNTY and ACUSON entered into an IMAGING
EQUIPMENT MAINTENANCE AND REPAIR SERVICES AGREEMENT, further identified as
Agreement No. H-210611, as amended by Amendment No. 1 on June 17, 2003 (hereafter, collectively
"Agreement"); and

WHEREAS, on January 1, 2003, SIEMENS acquired the assets and liabilities of ACUSON
including those under Agreement No. H-210611, and

WHEREAS, Paragraph 11 , "DELEGATION AND ASSIGNMENT" of Agreement No. H-
210611 prohibits ACUSON from delegating its duties or assigning its rights hereunder without prior
written consent of COUNTY; and

WHEREAS, said Agreement provides that changes may be made in the form of a written agreement which is formerly approved and executed by the parties.

NOW, THEREFORE, the parties hereto agree as follows:

1. All Contractor rights and responsibilities under Agreement were assigned and delegated by ACUSON to SIEMENS, effective January 1, 2003.
2. COUNTY hereby consents to such assignment and delegation effective retroactive to January 1, 2003.
3. All inadvertent future references to ACUSON COMPUTED SONOGRAPHY, or ACUSON CORPORATION, under this Agreement, shall be deemed references to SIEMENS.
4. Any payments due under this Agreement from COUNTY for services which have not yet been paid shall be paid to SIEMENS.
5. Except as provided in this Delegation and Assignment, all other terms and conditions of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the Board of Supervisors of the County of Los Angeles has caused this Delegation of Duties and Assignment of Rights of Agreement to be subscribed by its

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Director of Health Services, and ACUSON and SIEMENS have caused this Agreement to be subscribed on their behalf by their duly authorized officers, the day, month, and year first above written.

COUNTY OF LOS ANGELES

APPROVAL AS TO FORM:

BY THE COUNTY COUNSEL
LLOYD W. PELLMAN
County Counsel

By _____
Counsel

APPROVED AS TO CONTRACT
ADMINISTRATION:

Department of Health Services

By _____
Acting Chief , Contracts and
Grants Division

BLETCD2544
cvm:12/04/03

By _____
Thomas L. Garthwaite, M.D.
Director and Chief Medical Officer

ACUSON CORPORATION
Contractor-Assignor/Delegator

By _____
Signature

Printed Name

Title _____
(AFFIX CORPORATE SEAL)

SIEMENS MEDICAL SOLUTIONS USA, INC
Contractor-Assignee/Delegatee

By _____
Signature

Printed Name

Title _____
(AFFIX CORPORATE SEAL)